

COUNTIES OF WARREN AND WASHINGTON
INDUSTRIAL DEVELOPMENT AGENCY

Independent Auditors' Report and
Audited Financial Statements

Year Ended December 31, 2012



Whittemore, Downen & Ricciardelli, LLP
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COUNTIES OF WARREN AND WASHINGTON
INDUSTRIAL DEVELOPMENT AGENCY

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INDEPENDENT AUDITORS' REPORT

To The Board of Directors
Counties of Warren and Washington
Industrial Development Agency

Report on the Financial Statements

We have audited the accompanying financial statements of the business-type activities and the aggregate discretely presented component unit of the of Counties of Warren and Washington Industrial Development Agency, New York, as of and for the year ended December 31, 2012, and the related notes to the financial statements, which collectively comprise the Agency's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express opinions on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and the aggregate discretely presented component unit of the Counties of Warren and Washington Industrial Development Agency, New York, as of December 31, 2012, and the respective changes in financial position and cash flows thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Accounting principles generally accepted in the United States of America require that the *management's discussion and analysis* on pages 3-6 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated March 7, 2013 on our consideration of the Counties of Warren and Washington Industrial Development Agency's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Counties of Warren and Washington Industrial Development Agency's internal control over financial reporting

Whittemore, Downen & Ricciardelli, LLP

Whittemore, Downen & Ricciardelli, LLP
Queensbury, NY

March 7, 2013

COUNTIES OF WARREN AND WASHINGTON INDUSTRIAL DEVELOPMENT CORPORATION

Management's Discussion and Analysis For the Year Ended December 31, 2012

Our discussion and analysis of the Counties of Warren and Washington Industrial Development Agency's financial performance provide an overview of the Agency's financial activities for the fiscal year ended December 31, 2012. Please read it in conjunction with the Agency's financial statements.

HIGHLIGHTS

Financial Highlights:

- Current IDA assets were decreased by \$24,907.
- PILOT Project Revenues in the amount of \$650,476 were disbursed to taxing jurisdictions throughout the Counties of Warren and Washington.

Agency Highlights:

- The Agency added H.F. Park Properties to its current project list assisting them with a PILOT program and sales tax exemptions

Corporation (Component Unit) Highlights:

- The Civic Development Corporation (a discreetly presented component unit of the Agency) assisted SUNY Adirondack's Housing Association with bonding for their new student housing in the amount of \$25,500,000.

USING THIS ANNUAL REPORT

This annual report consists of three parts: Management's Discussion and Analysis, Financial Statements and Required Supplementary Information. The Financial Statements also include notes that explain in more detail some of the information in the financial statements.

This annual report also includes information for our Component Unit, the Civic Development Corporation.

COUNTIES OF WARREN AND WASHINGTON INDUSTRIAL DEVELOPMENT CORPORATION

Management's Discussion and Analysis For the Year Ended December 31, 2012

OVERVIEW OF FINANCIAL STATEMENTS

This discussion and analysis is intended to serve as an introduction to the Agency's agency-wide financial statements. This report also contains other supplementary information in addition to the basic financial statements themselves as well.

Agency-wide financial statements. The *agency-wide financial statements* are designed to provide readers with a broad overview of the Agency's finances.

The *Statement of Net Position* presents information on all of the Agency's assets and liabilities, with the difference between the two reported as *net position*. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the Agency is improving or deteriorating.

The *Statement of Operations* presents information showing how the Agency's net position changed during the most recent fiscal year. All changes in net position are reported as soon as the underlying event giving rise to the change occurs, *regardless of the timing of related cash flows*.

Notes to Financial Statements. The Notes provide additional information that is essential to a full understanding of the data provided in the *financial statements*.

FINANCIAL ANALYSIS

Net position may serve over time as a useful indicator of a government agency's financial position. In the case of the Agency, assets exceeded liabilities by \$976,999 as of December 31, 2012.

The Agency's financial position is the product of several financial transactions including the net results of activities, the acquisition and payment of debt, the acquisition and disposal of capital assets, and the depreciation of capital assets.

**COUNTIES OF WARREN AND WASHINGTON
INDUSTRIAL DEVELOPMENT CORPORATION**

Management's Discussion and Analysis
For the Year Ended December 31, 2012

The following tables present a summary of the Agency's derivation of net position for the fiscal year ended December 31, 2012.

Table 1

	<u>2012</u>		<u>2011</u>
Total Current Assets	\$ 381,815	Total Current Assets	\$ 406,722
Total Capital Assets (net)	620,560	Total Capital Assets (net)	620,997
Total Other Assets	<u>169,910</u>	Total Other Assets	<u>100</u>
 Total Assets	 1,172,285	 Total Assets	 1,027,819
 Total Liabilities	 <u>195,286</u>	 Total Liabilities	 <u>22,834</u>
 Total Net Position	 <u>\$ 976,999</u>	 Total Net Position	 <u>\$ 1,004,985</u>

Changes in the Agency's Net Position can be determined by reviewing the following condensed Statement of Operations at the end of the year.

Table 2

	<u>2012</u>		<u>2011</u>
Total Operating Revenues	\$ 6,130	Total Operating Revenues	\$ 147,948
Total Operating Expenses	<u>133,116</u>	Total Operating Expenses	<u>245,218</u>
Net Operating Revenue (Expenses)	(86,986)	Net Operating Revenue (Expenses)	(97,270)
Net Non-Operating Revenue (Expenses)	<u>59,000</u>	Net Non-Operating Revenue (Expenses)	<u>13,649</u>
 Increase (Decrease) in Net Position	 (27,986)	 Increase (Decrease) in Net Position	 (83,621)
 Net Position at Beginning of Yr.	 <u>1,004,985</u>	 Net Position at Beginning of Yr.	 <u>1,088,606</u>
 Net Position at End of Year	 <u>\$ 976,999</u>	 Net Position at End of Year	 <u>\$ 1,004,985</u>

COUNTIES OF WARREN AND WASHINGTON INDUSTRIAL DEVELOPMENT CORPORATION

Management's Discussion and Analysis For the Year Ended December 31, 2012

CAPITAL ASSETS

The Agency's capital assets are recorded at cost, and consist mainly of land and related development costs.

Land is recorded at cost when acquired, and consists of approximately 84 acres. The Agency is developing sections of the land for sale to prospective businesses. Various legal, surveying, engineering and other development costs are capitalized as incurred.

Capital assets at December 31 are comprised as follows:

	<u>2012</u>	<u>2011</u>
Land	\$ 620,272	\$ 620,271
Office equipment and signs	288	724
Capital assets, net	<u>\$ 620,560</u>	<u>\$ 620,997</u>

CASH AND INVESTMENT POLICY

The Counties of Warren and Washington Industrial Development Agency finds it necessary to place funds in various deposit accounts. Article 18A, Section 858(14) of the State General Municipal Law authorizes the Agency to designate depositories. In accordance with this Article, one (1) bank is designated as a depository for the Agency's funds. Rates are competitively procured for deposits.

CONTACTING THE AGENCY'S FINANCIAL MANAGEMENT

This financial report is designed to provide our citizens, customers and creditors with a general overview of the Agency's finances and to demonstrate the Agency's accountability for the money it receives. If you have any questions about this report or need additional financial information, contact the Agency at (518) 792-1312.

COUNTIES OF WARREN AND WASHINGTON
INDUSTRIAL DEVELOPMENT AGENCY

Statement of Net Position

December 31, 2012

ASSETS	<u>Industrial Development Agency</u>	<u>Civic Development Corp. (Component Unit)</u>
Current Assets:		
Cash and cash equivalents	\$ 359,573	\$ 20,501
Accounts receivable	3,308	-
Other receivables	16,500	-
Prepaid expenses	<u>2,434</u>	<u>-</u>
Total Current Assets	<u>381,815</u>	<u>20,501</u>
Other Assets:		
Restricted assets (non-operating)	169,910	-
Capital assets (net)	<u>620,560</u>	<u>7,240</u>
Total Other Assets	<u>790,470</u>	<u>7,240</u>
Total Assets	<u>1,172,285</u>	<u>27,741</u>
LIABILITIES		
Accounts payable	3,976	-
Due to other governments	169,810	-
Deposits held	<u>21,500</u>	<u>-</u>
Total Liabilities	<u>195,286</u>	<u>-</u>
NET POSITION		
Investment in capital assets, net of related debt	620,560	7,240
Unrestricted	<u>356,439</u>	<u>20,501</u>
Total Net Position	<u>\$ 976,999</u>	<u>\$ 27,741</u>

See Independent Auditors' Report and Notes

COUNTIES OF WARREN AND WASHINGTON
INDUSTRIAL DEVELOPMENT AGENCY

Statement of Operations

Year Ended December 31, 2012

	<u>Industrial Development Agency</u>	<u>Civic Development Corp. (Component Unit)</u>
Operating Revenues:		
Charges for services	\$ 11,797	\$ 100,000
Reimbursements	<u>34,333</u>	<u>18,712</u>
Total Operating Revenues	<u>46,130</u>	<u>118,712</u>
Operating Expenses:		
Personal services	23,384	-
Contractual expenses	106,848	21,072
Employee benefits	2,448	-
Amortization	-	516
Depreciation	<u>436</u>	<u>-</u>
Total Operating Expenses	<u>133,116</u>	<u>21,588</u>
Operating Income (Loss)	<u>(86,986)</u>	<u>97,124</u>
Non-Operating Revenues (Expenses):		
Use of money and property	1,225	116
Real property tax	(12,866)	-
WWCDC grant	70,000	(70,000)
Sale of property and property rights	<u>641</u>	<u>-</u>
Total Non-Operating Revenues (Expenses)	<u>59,000</u>	<u>(69,884)</u>
Increase (Decrease) in Net Position	(27,986)	27,240
Net Position - Beginning of Year	<u>1,004,985</u>	<u>501</u>
Net Position - End of Year	<u>\$ 976,999</u>	<u>\$ 27,741</u>

See Independent Auditors' Report and Notes

COUNTIES OF WARREN AND WASHINGTON
INDUSTRIAL DEVELOPMENT AGENCY

Statement of Cash Flows

Year Ended December 31, 2012

	<u>Industrial Development Agency</u>	<u>Civic Development Corp. (Component Unit)</u>
Cash Flows From Operating Activities:		
Cash received from providing services	\$ 11,830	\$ 100,000
Cash payments contractual expenses	(113,906)	(28,822)
Cash payments personal services and benefits	(25,832)	-
Other operating revenue	47,667	18,712
	<u>(80,241)</u>	<u>89,890</u>
Net Cash Provided (Used) by Operating Activities		
Cash Flows From Investing Activities:		
Interest income	1,225	116
	<u>1,225</u>	<u>116</u>
Net Cash Provided (Used) by Investing Activities		
Cash Flows From Non-Capital and Financing Activities:		
Real property taxes	(12,866)	-
Operating grants disbursed	-	(70,000)
Operating grants received	70,000	-
	<u>57,134</u>	<u>(70,000)</u>
Net Cash Provided (Used) by Non-Capital and Financing Activities		
Cash Flows From Capital and Related Financing Activities:		
Payments for capital assets	-	(106)
	<u>-</u>	<u>(106)</u>
Net Cash Provided (Used) by Capital and Related Financing Activities		
Net (Increase) Decrease in Cash and Cash Equivalents	(21,882)	19,900
Cash and Cash Equivalents - Beginning of Year	381,455	601
Cash and Cash Equivalents - End of Year	<u>\$ 359,573</u>	<u>\$ 20,501</u>

See Independent Auditors' Report and Notes

COUNTIES OF WARREN AND WASHINGTON
INDUSTRIAL DEVELOPMENT AGENCY

Statement of Cash Flows

Year Ended December 31, 2012

	<u>Industrial Development Agency</u>	<u>Civic Development Corp. (Component Unit)</u>
Reconciliation of Operating Income (Loss) to Net Cash Provided (Used) by Operating Activities:		
Operating Income (Loss)	\$ (86,986)	\$ 97,124
Adjustments to Reconcile Operating Income (Loss) to Net Cash Provided (Used) by Operating Activities:		
Amortization	-	516
Depreciation	436	-
(Increase) Decrease in:		
Accounts receivable	33	-
Other receivables	3,334	-
Prepaid expenses	300	-
Decrease (Increase) in:		
Accounts payable	(7,358)	(7,750)
Deposits held	10,000	-
	<u>10,000</u>	<u>-</u>
Net Cash Provided (Used) by Operating Activities	<u>\$ (80,241)</u>	<u>\$ 89,890</u>

See Independent Auditors' Report and Notes

COUNTIES OF WARREN AND WASHINGTON
INDUSTRIAL DEVELOPMENT AGENCY

Notes to Financial Statements

December 31, 2012

Summary of Significant Accounting Policies

The financial statements of the Counties of Warren and Washington Industrial Development Agency (the "Agency") have been prepared in conformity with accounting principles generally accepted in the United States of America (GAAP) as applied to government units. The Governmental Accounting Standards Board (GASB) is the accepted standard setting body for establishing governmental accounting and financial reporting principles. The more significant of the Agency's accounting policies are described below.

Organization and Purpose

The Agency was created in 1971 by the Warren and Washington County Boards of Supervisors under the provisions of Chapter 862 of the 1971 Laws of New York State. The purposes of the Agency are to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing industrial, manufacturing, warehousing, commercial, research and recreational facilities including industrial pollution control facilities, educational or cultural facilities, railroad facilities and horse racing facilities and thereby advance the job opportunities, health, general prosperity and economic welfare of the Counties of Warren and Washington and the residents thereof; and to improve their recreational opportunities, prosperity and standards of living.

The Agency accomplishes its purposes through arranging for issuance of taxable and tax-exempt Industrial Development Revenue Bonds, granting of sales and mortgage tax exemptions and the arranging and administration of payment-in-lieu-of-taxes agreements, to prospective businesses upon an application and approval process. The Agency also owns approximately 84 acres of land located in Warren and Washington counties of which its primary purpose is to add business properties to an existing industrial park in order to attract prospective businesses.

The Agency, on behalf of the Counties of Warren and Washington, is collecting the two remaining open accounts receivables from the Hudson Falls Resource Recovery Project that existed prior to the sale of the Project on November 14, 2011. All amounts collected are deposited into a separate Agency bank account and are periodically disbursed to the Counties of Warren and Washington as agreed upon. As of December 31, 2012, the receivables and unremitted cash in the amount of \$169,910 are recorded in the statement of net position as an asset (Restricted assets-non-operating) and corresponding liability (Due to other governments).

The Agency is exempt from federal, state and local income taxes. The members of the Board of the Agency are appointed by the Warren and Washington County Boards of Supervisors.

Component Unit of the Agency

The Counties of Warren and Washington Civic Development Corporation ("CDC"), an exempt organization under Sec. (501)(c)(3) of the Internal Revenue Code was created for the purpose of promoting community and economic development and the creation of jobs in the non-profit and for-profit sectors for the citizens of the Counties by developing and providing programs for not-for-profit institutions, manufacturing and industrial businesses and other entities to access low interest tax-exempt and non-tax-exempt financing for their eligible projects; and undertaking projects and activities within the Counties for the purpose of relieving and reducing unemployment, bettering and maintaining job opportunities, carrying on scientific research for the purpose of aiding the Counties by attracting new industry to the Counties or by encouraging the development of, or retention of, an industry in the Counties, and lessening the burdens of government and acting in the public interest. The CDC governing body is substantively the same as the Agency's, and therefore the CDC is considered a component unit of the Agency and is discretely presented.

COUNTIES OF WARREN AND WASHINGTON
INDUSTRIAL DEVELOPMENT AGENCY

Notes to Financial Statements

December 31, 2012

Summary of Significant Accounting Policies – Continued

Enterprise Fund – The Agency records its transactions in this proprietary-type fund, which is used to account for operations that are financed and operated in a manner similar to private business enterprises, where the intent is that costs of providing goods or services to the general public on a continuing basis be financed or recovered primarily through user charges.

Basis of Accounting

The financial statements of the Agency are prepared using the accrual basis of accounting. Sales of real estate lots owned by the Agency are reported using the accrual method, which requires that the entire profit on the sale be recognized when the sale occurs.

Capital Assets (Net)

The Agency's capital assets are recorded at cost, and consist mainly of land and related development costs.

Land is recorded at cost when acquired, and consists of approximately 84 acres. The Agency is developing sections of the land for sale to prospective businesses. Various legal, surveying, engineering and other development costs are capitalized as incurred. At December 31, 2012, the accumulated costs recorded on the Agency's books associated with the land total \$620,272.

Depreciation of office equipment and signs and mailboxes is recognized on a straight-line basis over the estimated useful lives of the assets, five and ten years, respectively.

Accounts Receivable

The Agency considers accounts receivable to be fully collectible. Accordingly, no allowance for doubtful accounts is required. If amounts become uncollectible, they will be charged to operations when the determination is made. The Agency has no stated policy for deeming receivables to be delinquent and no interest is charged to receivables.

Cash Flows

The Agency considers all checking, savings and certificates of deposit accounts with a maturity of three months or less to be cash equivalents for purposes of the statement of cash flows.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Adoption of New Accounting Pronouncement

During the year ended December 31, 2012 the Agency adopted the provisions of Governmental Accounting Standard Board Statement No. 63, Financial Reporting of Deferred Outflows of Resources, Deferred Inflows of Resources and Net Position, which focused on changes to the statement of net position (previously known as the balance sheet). The redesigned balance sheet will present the statement of net position in a format that displays assets, plus deferred outflows of resources, less liabilities, less deferred inflows of resources, equals net position. The residual amount is reported as net position rather than net assets.

COUNTIES OF WARREN AND WASHINGTON
INDUSTRIAL DEVELOPMENT AGENCY

Notes to Financial Statements

December 31, 2012

Summary of Significant Accounting Policies – Continued

Restricted Assets

It is the Agency's policy to first use restricted resources when an expense is incurred for purposes for which both restricted and unrestricted net assets are available.

Industrial Revenue Bond and Note Transactions

Industrial development revenue bonds and notes issued by the Agency are secured by property which is leased to companies and is retired by lease payments. The bonds and notes are not obligations of the Agency or the State of New York. The Agency does not record the assets or liabilities resulting from completed bonds and notes issued in its accounts since its primary function is to arrange the financing between the borrowing companies and the bond and note holders, and funds arising therefrom are controlled by trustees or banks acting as fiscal agents.

The Agency receives an administration fee calculated as a percentage of the amount of bonds issued or cost of the project in the case of a straight lease transaction, in addition to reimbursements for any legal costs incurred by the Agency. Such administrative fee income is recognized immediately upon the closing of the project.

Industrial Development revenue bonds and notes outstanding as of December 31, 2012 total \$70,254,114. Civic Development bonds and notes outstanding as of December 31, 2012 total \$11,055,298.

Cash and Investments

The Agency's investment policies are governed by State statutes. Agency monies must be deposited in FDIC-insured commercial banks or trust companies located within the State. The treasurer is authorized to use demand accounts and certificates of deposit. Permissible investments include obligations of the U.S. Treasury and U.S. Agencies, repurchase agreements, and obligations of New York State or its localities. At December 31, 2012, the Agency had no investments.

Custodial credit risk is the risk that in the event of a bank failure, the Agency's deposits may not be returned to it. While the Agency does not have a specific policy for custodial credit risk, New York State statutes govern the Agency's investment policies, as described above.

The Agency's aggregate bank balances included balances not covered by depository insurance at year-end, collateralized as follows:

Uncollateralized	\$	-
Collateralized with securities held by the pledging financial institution, or its trust department or agent, but not in the Agency's name	\$	484,609

The Agency does not typically purchase investments for a long enough duration to cause it to believe that it is exposed to any material interest rate risk. The Agency does not typically purchase investments denominated in a foreign currency, and is not exposed to foreign currency risk.

COUNTIES OF WARREN AND WASHINGTON
INDUSTRIAL DEVELOPMENT AGENCY

Notes to Financial Statements

December 31, 2012

Other Receivables

At December 31, the Agency had other receivables consisting of the following:

	<u>2012</u>
Due from attorney escrow deposit	<u>\$ 16,500</u>

Management has determined all amounts are fully collectible as of December 31, 2012.

Capital Assets

Capital assets at December 31 are comprised as follows:

	<u>2012</u>
Land	\$ 620,272
Office equipment	1,614
Sign and mailboxes	<u>7,584</u>
	629,470
Less: accumulated depreciation	<u>(8,910)</u>
Capital assets, net	<u>\$ 620,560</u>

Depreciation expense for 2012 was \$436. There were no changes in land during 2012.

As of December 31, 2012, the net organizational cost recorded on the books of the CDC was \$7,240.

Restricted Assets

At December 31, 2012, restricted assets consisted of the following:

	<u>2012</u>
PILOT monies to be disbursed to local governments	\$ 100
Burn Plant monies to be disbursed to local governments	103,648
Burn Plant accounts receivables to be disbursed to local governments	<u>66,162</u>
	<u>\$ 169,910</u>

COUNTIES OF WARREN AND WASHINGTON
INDUSTRIAL DEVELOPMENT AGENCY

Notes to Financial Statements

December 31, 2012

Contingencies and Commitments

The Agency has a sewer facility ownership and services agreement with Washington County and the Town of Kingsbury for the establishment and maintenance of the Kingsbury Sewer District Number One (District). Based on the agreement, the Agency will be responsible for reimbursing the Town of Kingsbury for capital costs incurred in the construction of the District. These payments will be based on the payment schedule associated with the debt incurred by the Town of Queensbury in financing the capital costs. During 2012, the Agency was billed and paid amounts of \$12,866.

Subsequent Events

The Agency has evaluated all events through March 7, 2013, the date which these financial statements were available to be issued, and determined that there are no subsequent events which require disclosure.



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INDEPENDENT AUDITORS' REPORT ON INTERNAL CONTROL OVER FINANCIAL
REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN
AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE
WITH GOVERNMENT AUDITING STANDARDS

To The Board of Directors
Counties of Warren and Washington
Industrial Development Agency

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the business-type activities and the aggregate discretely presented component unit of Counties of Warren and Washington Industrial Development Agency, as of and for the year ended December 31, 2012, and the related notes to the financial statements, which collectively comprise the Counties of Warren and Washington Industrial Development Agency's basic financial statements, and have issued our report thereon dated March 7, 2013.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered the Counties of Warren and Washington Industrial Development Agency 's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Counties of Warren and Washington Industrial Development Agency's internal control. Accordingly, we do not express an opinion on the effectiveness of the Counties of Warren and Washington Industrial Development Agency's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Counties of Warren and Washington Industrial Development Agency 's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Whittemore, Downen & Ricciardelli, LLP

Whittemore, Downen & Ricciardelli, LLP
Queensbury, New York

March 7, 2013